

26 September 2019

## Suncorp Group Limited 2019 AGM Voting Results

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Set out below are the results of the 2019 Annual General Meeting (**AGM**) held earlier today. All resolutions put to the AGM were decided by a poll.

- Resolution 1:** Adopt Remuneration Report for the year ended 30 June 2019  
Passed as an advisory resolution
- Resolution 2:** Grant of Performance Rights to the Company's Group CEO & Managing Director  
Passed as an ordinary resolution
- Resolution 3a:** Re-election of Director – Ms Sally Herman  
Passed as an ordinary resolution
- Resolution 3b:** Election of Director – Mr Ian Hammond  
Passed as an ordinary resolution
- Resolution 4:** Return of Capital to Ordinary Shareholders  
Passed as an ordinary resolution
- Resolution 5:** Consolidation of Ordinary Shares  
Passed as an ordinary resolution
- Resolution 6:** Selective Capital Reduction in Relation to SUNPE  
Passed as a special resolution
- Resolution 7:** Reinsertion of Proportional Takeover Provisions in the Constitution  
Passed as a special resolution
- Resolution 8:** Insertion of Additional Notice Provision in the Constitution  
Passed as a special resolution
- Resolution 9a:** Amendment to the Constitution (special resolution requisitioned by shareholders)  
Not passed
- Resolution 9b:** Fossil Fuel Exposure Reduction Targets  
(advisory resolution requisitioned by shareholders)  
Not put to the meeting – resolution was contingent on Resolution 9a being passed.

A summary of proxy votes and the number of votes cast on each poll is attached, in accordance with Listing Rule 3.13.2 and as required by Section 251AA (2) of the *Corporations Act 2001* (Cth).



Darren Solomon  
Company Secretary

ANNUAL GENERAL MEETING  
Thursday, 26 September, 2019

As required by section 251AA(2) of the Corporations Act 2001 (Commonwealth) the following statistics are provided in respect of each resolution on the agenda.

Resolution	Manner in which the securityholder directed the proxy vote (as at proxy close):					Direct vote (as at proxy close):		Manner in which votes were cast in person or by proxy on a poll (where applicable)			
	Votes For	Votes Against	Discretionary Chairman of Meeting Other Nominated Person/s	Total Votes Discretionary	Votes Abstain	For	Against	For	Against	Abstain **	Resolution Result
01 REMUNERATION REPORT	752,496,230	15,102,927	5,332,182 2,535,110	7,867,292	3,893,749	21,923,465	3,610,580	783,265,821 97.66%	18,808,372 2.34%	3,945,743	Carried
02 GRANT OF PERFORMANCE RIGHTS TO THE ACTING CHIEF EXECUTIVE OFFICER	752,811,634	15,304,488	5,304,094 2,482,974	7,787,068	3,374,131	21,115,056	4,520,226	782,992,771 97.51%	20,023,556 2.49%	3,419,390	Carried
03A RE-ELECTION OF DIRECTOR - MS SALLY HERMAN	743,429,326	25,161,584	5,397,503 2,598,209	7,995,712	2,613,231	24,747,371	972,719	777,734,556 96.74%	26,190,314 3.26%	2,614,023	Carried
03B ELECTION OF DIRECTOR - MR IAN HAMMOND	765,832,784	2,721,093	5,410,058 2,595,826	8,005,884	2,743,673	25,035,279	585,819	800,441,552 99.58%	3,357,012 0.42%	2,744,918	Carried
04 RETURN OF CAPITAL TO ORDINARY SHAREHOLDERS	768,383,659	505,298	5,357,918 2,594,489	7,952,407	2,065,235	25,649,882	374,257	803,731,839 99.88%	933,546 0.12%	2,097,077	Carried
05 CONSOLIDATION OF ORDINARY SHARES	767,223,922	1,328,782	5,432,649 2,597,712	8,030,361	2,514,663	24,861,970	970,332	801,657,871 99.71%	2,356,401 0.29%	2,534,708	Carried
06 SELECTIVE CAPITAL REDUCTION IN RELATION TO SUNPE	76,696,852	891,445	5,037,400 2,345,655	7,383,055	3,842,250	24,380,565	896,819	109,984,192 98.36%	1,829,522 1.64%	3,904,711	Carried
07 REINSERTION OF PROPORTIONAL TAKEOVER PROVISIONS IN THE CONSTITUTION	755,790,900	12,407,898	5,446,450 2,598,279	8,044,729	3,190,930	24,726,148	751,668	790,123,753 98.36%	13,186,666 1.64%	3,220,804	Carried

\*\* - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item

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Resolution	Manner in which the securityholder directed the proxy vote (as at proxy close):					Direct vote (as at proxy close):		Manner in which votes were cast in person or by proxy on a poll (where applicable)			
	Votes <i>For</i>	Votes <i>Against</i>	<i>Discretionary Chairman of Meeting</i>	Total Votes <i>Discretionary</i>	Votes <i>Abstain</i>	<i>For</i>	<i>Against</i>	<i>For</i>	<i>Against</i>	<i>Abstain **</i>	<i>Resolution Result</i>
08 INSERTION OF ADDITIONAL NOTICE PROVISION IN THE CONSTITUTION	767,260,240	762,250	5,539,754 2,603,028	8,142,782	3,328,188	24,673,391	726,200	801,505,656 99.80%	1,591,278 0.20%	3,389,467	Carried
09A AMENDMENT TO THE CONSTITUTION	30,842,127	718,465,704	5,442,134 2,387,868	7,830,002	22,332,827	1,853,426	23,526,288	32,841,697 4.19%	750,930,146 95.81%	22,560,236	Not Carried
09B CONTINGENT RESOLUTION - FOSSIL FUEL EXPOSURE REDUCTION TARGETS	66,580,405	693,746,396	5,433,140 2,386,944	7,820,084	11,194,036	1,829,961	23,662,576	N/A	N/A	N/A	Not put

\*\* - Note that votes relating to a person who abstains on an item are not counted in determining whether or not the required majority of votes were cast for or against that item